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December 16, 2003

Mr. Thomas M. Dorman
Executive Director
Public Service Commission
211 Sower Boulevard
P. O. Box 615
Frankfort, KY 40602

Re: Review of Federal Communications Commission's Triennial Review Order
Regarding Unbundling Requirements for Individual Network Elements
PSC 2003-00379

Dear Mr. Dorman:

These are BellSouth's comments to the Memorandum documenting the December 3, 2003 Informal Conference. BellSouth wishes to note the correct spelling for Jim Stegeman, from Cost Quest Associates, who presented BellSouth's model.

With regard to page 1, paragraph 3, line 2 of the memorandum, the arguments stated in the second sentence of that paragraph are CompSouth's contentions as to BellSouth's arguments. With regard to the same paragraph, line 6, the "triggers" referred to are those triggers established by the FCC.

With regard to page 2, paragraph 1, line 5, Lisa Brooks explained that where triggers are not met in a market, BellSouth will rely on the model. With regard to page 2, paragraph 2, starting at line 4, BellSouth would like to clarify the following:

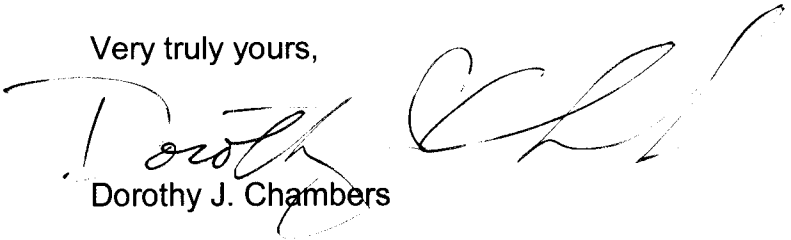
Mr. Stegeman's statement that the other assumptions are that capital requirements for the build out or deployment needed for the carrier for a specific period of demand is available on day one. New capital investment is recognized to meet incremental demand over the initial deployment and for assumed retirements over the life of the model and there is no price elasticity built into the model. Rather, it is assumed the user will account for this in the input.

Mr. Thomas M. Dorman
December 16, 2003
Page 2

With regard to page 2, paragraph 3, starting at line 1, BellSouth proposed that the markets be defined as the UNE zones created by this Commission to establish UNE rates, further divided by component economic areas ("CEAs") which are economic regions identified by the Bureau of Economic Analysis.

Thank you for providing this opportunity to submit comments relative to the Informal Conference Memorandum.

Very truly yours,

A handwritten signature in black ink, appearing to read "Dorothy J. Chambers", is written over a printed name. The signature is fluid and cursive, with a large initial "D" and a long, sweeping flourish at the end.

Dorothy J. Chambers

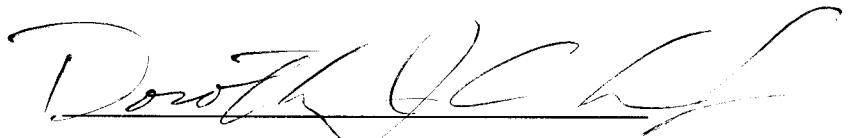
cc: Parties of Record

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CERTIFICATION

I hereby certify that the electronic version of this filing made with the Commission this 16th day of December 2003 is a true and accurate copy of the documents filed herewith in paper form and that the electronic version of the filing has been transmitted to the Commission. I also certify that an electronic copy of this filing was sent via e-mail this 16th day of December 2003 to the parties on the service list who have provided an e-mail address for electronic service.

I certify that a paper copy of the filing is being served on the individuals on the Service List by U.S. Mail on the 17th day of December 2003.



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